

EXHIBIT E-3



Akerman LLP
Post Office Box 4906
Orlando, FL 32802
Tel: 407.254.2305
Fax: 407.254.3408

Remittance Copy

Invoice Date August 22, 2016
Invoice No. 9158207

PDONBAVAND@FOODMPS.COM
BUFFETS, LLC
120 CHULA VISTA DRIVE

Client Name: **BUFFETS LLC**
Matter Name: **BUFFETS, LLC - CHAPTER 11**
Matter Number: **0311164**

For professional services rendered through July 31, 2016 as summarized below:

Services	\$119,930.50
Disbursements	<u>\$2,307.24</u>
TOTAL THIS INVOICE	\$122,237.74

*To ensure proper credit to the above account, please indicate invoice no. 9158207
Return remittance sheet with payment in US funds.*

Wired funds accepted:

Akerman LLP Operating Account
c/o SunTrust Bank, Atlanta, GA
ABA Number: 061000104
Account Number: 0215-252207533
Swift code SNTRUS3A (For International Wires Only)
IRS EIN 59-3117860



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Akerman LLP

Page 3

074304	BUFFETS LLC	As of	July 31, 2016
0311164	BUFFETS, LLC - CHAPTER 11	Invoice Number	9158207

Task Code:	B110 CASE ADMINISTRATION				
1-Jul-16	Telephone conference with B. Patterson regarding July 6 hearings, other case issues (.5); e-mail exchange with A. Wang regarding responsibility for paying attorneys on pre petition cases for post petition time (.1).	DWP	0.60	357.00	
1-Jul-16	Revise Agenda for July 6th hearing to address contested items.	EAM	0.60	186.00	
1-Jul-16	Revise Witness and Exhibit List to include exhibits in support of Opposition to Motion for Relief from Stay.	EAM	0.60	186.00	
1-Jul-16	Revise Motion to Establish Alternative Dispute Procedures as to PI and employment claims.	EAM	0.40	124.00	
1-Jul-16	Finalize and file Agenda and Debtors Witness and Exhibit List for July 6th hearing (0.2); provide Donlin service instructions of same (0.2).	EAM	0.40	124.00	
1-Jul-16	Strategy conference with D. Parham regarding proposed alternative dispute procedures for PI and employment claims.	EAM	0.20	62.00	
1-Jul-16	Consideration of PACA status and whether will be addressed at July 7th hearing.	EAM	0.10	31.00	
1-Jul-16	Review correspondence from R. Flowers regarding sink hole issue.	ASH	0.20	103.00	
1-Jul-16	Strategy conference with E. McKean regarding proposed dispute procedures for personal injury and employment claims.	DWP	0.20	119.00	
5-Jul-16	Telephone conference with E. McKean regarding tomorrows hearings and things to be done, including interim fee application (.5); review new proof of claim asserting substantial personal injury claim and case related e-mail (.3); review correspondence from Gulf Coast Produce, PACA claim and forward to company (.2); conferences with J. Mitchell regarding various case issues, next steps (.8).	DWP	1.80	1,071.00	
5-Jul-16	Draft Order Granting Motion to Establish Alternative Dispute Resolution Procedures for Resolution of Personal Injury Claims and Employment Related Claims.	EAM	0.70	217.00	

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Page 4

074304	BUFFETS LLC	As of		July 31, 2016
0311164	BUFFETS, LLC - CHAPTER 11	Invoice Number		9158207
5-Jul-16	Strategy conference with D. Parham regarding objections to pending Motion for Relief from Stay and interplay with proposed Motion for Alternative Dispute Procedures.	EAM	0.50	155.00
5-Jul-16	Finalize and file Amended Agenda for July 6th hearing (0.3); provide Donlin service instructions as to Amended Agenda (0.1).	EAM	0.40	124.00
5-Jul-16	Review hearing agenda and edit (.1); conference with D. Parham regarding case status (1.0).	JEM	1.10	599.50
6-Jul-16	Review e-mail communication from client regarding Motion to Establish Alternative Dispute Procedures for PI Claims and Employment Related Claims (0.2); finalize Motion to Establish Alternative Dispute Procedures for PI Claims and Employment Related Claims (1.2); two telephone conferences with San Antonio Concierge (0.3); two e-mails to San Antonio Concierge (0.3); telephone conference with P. Muller regarding July 6th hearing (0.2); communication with D. Parham regarding revisions to Motion and Order to Establish Alternative Dispute Procedures (0.3).	EAM	2.50	775.00
6-Jul-16	Review communication from court regarding noticing (0.1); research noticing order and analyze response to Court regarding noticing process (0.2).	EAM	0.30	93.00
6-Jul-16	E-mail to L. Aplebaum re Debtors' Motion to Establish Alternative Dispute Procedures.	EAM	0.10	31.00
6-Jul-16	Provide Donlin service instructions of Motion to Establish Alternative Dispute Resolution Procedures.	EAM	0.20	62.00
6-Jul-16	Review news articles.	EAM	0.10	31.00
7-Jul-16	Emails regarding claims register and claims (.3); emails regarding business plan for Debtors (.5); call with Dave Parham regarding same (.3); case status conference with D. Parham (1.0); call with Mark Andrews regarding case plan and options (.7); meeting with D. Parham regarding same (.3).	JEM	3.10	1,689.50
7-Jul-16	Conferences with J. Mitchell regarding various issues.	DWP	1.60	952.00
7-Jul-16	Review docket to determine whether affidavit of service was filed for Notice of Filing of Limited Service.	AML	0.10	26.50

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Page 5

074304 0311164	BUFFETS LLC BUFFETS, LLC - CHAPTER 11	As of Invoice Number	July 31, 2016 9158207	
8-Jul-16	Telephone conference with J. Mitchell regarding scheduling, pending motions(.3); brief review of incoming claims, pleadings, inquiries from court on noticing(.3); telephone conference with E. McKean regarding various issues, FLSA, Grant Thornton, pending claims and things to be done(.6).	DWP	1.20	714.00
8-Jul-16	Telephone conference to R. Rottman regarding noticing procedures.	EAM	0.10	31.00
8-Jul-16	Telephone conference with D. Parham regarding numerous issues of FLSA, Grant Thornton, pending claims and items to address.	EAM	0.60	186.00
8-Jul-16	Draft and file Objection to Motion to Expedite Hearing on Motion to Extend Claim Bar Date for FLSA action.	EAM	1.30	403.00
8-Jul-16	Telephone conference with A. Hartley regarding claim process and 503(b)(9).	EAM	0.40	124.00
8-Jul-16	Prep call for FTI meeting with clients and advisors.	JEM	1.00	545.00
9-Jul-16	Draft Motion to Compel Compliance with 2004.	EAM	0.40	124.00
11-Jul-16	Review of incoming pleadings, numerous proofs of claim(.5); receipt of e-mail from Bunch's counsel and e-mail to A. Wang regarding same(.1).	DWP	0.60	357.00
11-Jul-16	Telephone conference with D. Parham regarding bar date and Court's order as to FLSA SC Action.	EAM	0.30	93.00
11-Jul-16	Telephone conference to Jana Brisiel regarding Order on bar date as to FLSA SC Action.	EAM	0.20	62.00
12-Jul-16	Receipt of call from IRS and e-mail to company regarding same (.2); e-mail exchanges with Bunch counsel and company regarding Bunch contract and setting up call to discuss (.2).	DWP	0.40	238.00
13-Jul-16	Telephone conference with Bunch counsel and A. Wang regarding their contract(.6); follow up call with A. Wang regarding same (.2); telephone call from M. Andrews regarding Ace issues (.1); review of miscellaneous case related e-mail (.2).	DWP	1.10	654.50
13-Jul-16	Assistance with service of various orders.	MKF	0.40	102.00
13-Jul-16	Prepare Notices of hearing for July 14 and July 27 hearings (.4); prepare Proposed Agenda for July 14 hearing (.2); call with Attorney T. Dyer regarding lease-related issues (.2).	MKF	0.80	204.00

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Page 6

074304	BUFFETS LLC	As of		July 31, 2016
0311164	BUFFETS, LLC - CHAPTER 11	Invoice Number		9158207
14-Jul-16	Conference with J. Mitchell regarding hearing, lease issues and other case issues.	DWP	1.00	595.00
14-Jul-16	Email correspondence from E. McKean regarding deadlines and review Notification of New Filed Claims from Donlin Team.	AML	0.10	26.50
14-Jul-16	Meeting with Dave Parham re: case status.	JEM	0.50	272.50
15-Jul-16	Attention to Grant Thornton issue (e-mail exchange with P. Donbavand) and review e-mail, case status and upcoming deadlines.	DWP	0.30	178.50
15-Jul-16	Review Notification of Filed Claims from Donlin team and email correspondence with K. Fackler regarding contact with US Trustee.	AML	0.10	26.50
16-Jul-16	Review news articles regarding restaurants.	EAM	0.10	31.00
18-Jul-16	Respond to demand by P. Autry as counsel for a tort claimant for ACE GL policy.	DWP	0.30	178.50
18-Jul-16	Phone conference with D. Parham regarding interim fee application, tort litigation, and FLSA litigation.	AML	0.20	53.00
18-Jul-16	Telephone conference with K. Fackler regarding July 27th and August 10th hearings.	EAM	0.20	62.00
19-Jul-16	Email correspondence with L. Najarian and A. Wang regarding new creditors, processing the same to Donlin for notice purposes; phone conference with D. Parham regarding the same.	AML	0.30	79.50
19-Jul-16	Telephone conference with B. Patterson regarding hearings and financial reporting.	EAM	0.30	93.00
19-Jul-16	File Monthly Operating Reports.	EAM	0.30	93.00
20-Jul-16	E-mail to Donlin Recano regarding maintaining and updating website as to hearings.	EAM	0.10	31.00
20-Jul-16	E-mail exchange with company regarding Cognizant, e-mail exchange with tort claimant counsel and A. Wang regarding 2014 insurance policy; e-mail with ACE counsel regarding ACE issues, extension of time to object to ADR; e-mail with D. Kurzweil regarding professionals call on plan, e-mail with A. Wang regarding critical vendor disclosure.	DWP	0.50	297.50
20-Jul-16	Consideration of docket entry and need to prepare and serve notice of hearing.	EAM	0.20	62.00

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Page 7

074304 0311164	BUFFETS LLC BUFFETS, LLC - CHAPTER 11	As of Invoice Number	July 31, 2016 9158207	
22-Jul-16	Telephone conference with B. Jerden regarding a number of issues regarding invoices, pre and post petition bills (.5); telephone conference with J. Mitchell regarding various case issues, leases, plan, claims (.3).	DWP	0.80	476.00
25-Jul-16	Provide Donlin service instructions as to Objection to Motion to Extend Bar Date, Notice of Proposed Interim Cash Collateral Budget and Debtors' Proposed Hearing Agenda.	EAM	0.20	62.00
25-Jul-16	Draft and File Agenda for July 27th hearing.	EAM	0.90	279.00
25-Jul-16	E-mail to J. Oldvader regarding July 27th hearing appearance.	EAM	0.20	62.00
25-Jul-16	Telephone conference with J. Mitchell regarding various case issues (.2); review case related e-mail related to miscellaneous issues, landlord, Lamb claim, payment of utilities (.3).	DWP	0.50	297.50
26-Jul-16	Conference with J. Mitchell regarding various case issues (.3); telephone conference with E. McKean regarding FLSA damages research and strategy with respect to ADR procedures (.5); review and comment on case law regarding FLSA damages (.1).	DWP	0.90	535.50
26-Jul-16	Telephone conference with E. White, B Patterson and E. McKean regarding amendments to schedules.	DWP	0.70	416.50
26-Jul-16	Strategize regarding order on Motion to Establish Alternative Dispute Procedures.	EAM	0.60	186.00
26-Jul-16	Call with D. Parham, B. Patterson and E. White regarding pending financial issues, documentation and information needed from client	EAM	0.70	217.00
27-Jul-16	Conference with J. Mitchell regarding hearings today, review of e-mail and case status(.5); email exchange with B. Jerden regarding Cognizant, rejection of Ed Don contract(.2); telephone conference with E. McKean regarding plan preparation, FLSA research, case issues(.4).	DWP	1.10	654.50
27-Jul-16	Review Agreed Order on Motion for Alternative Dispute Procedures, Fifth Interim Order and Rejection Contract (0.2); provide Donlin service instructions regarding same (0.2).	EAM	0.40	124.00
27-Jul-16	Review news article regarding restaurant closing.	EAM	0.10	31.00
27-Jul-16	Telephone conference with D. Parham regarding Ace, August 18th hearing, and FLSA SC Action.	EAM	0.50	155.00

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Page 8

074304	BUFFETS LLC	As of		July 31, 2016
0311164	BUFFETS, LLC - CHAPTER 11	Invoice Number		9158207

28-Jul-16	E-mail with DR regarding claim analysis (.2); telephone conference and e-mail with A. Leitch regarding notice issues, late filed claims other case issues (.3).	DWP	0.50	297.50
28-Jul-16	E-mail communications with Donlin regarding claims register and access.	EAM	0.10	31.00
29-Jul-16	Miscellaneous e-mail related to FLSA claims, service of ADR hearing notice, approve giving claim register to committee, DR fees.	DWP	0.30	178.50
29-Jul-16	Email correspondence with E. McKean and K. Fackler regarding CourtCall access and rules regarding the same.	AML	0.10	26.50
Subtotal for Code B110 CASE ADMINISTRATION			37.70	17,065.00

Task Code: B130 ASSET DISPOSITION

25-Jul-16	Prepare Motion to Abandon and Destroy Documents held by Larson Records Management and related proposed Order granting that Motion.	MKF	1.10	280.50
Subtotal for Code B130 ASSET DISPOSITION			1.10	280.50

Task Code: B140 RELIEF FROM STAY/ADEQUATE PROTECTION PROCEEDINGS

1-Jul-16	Review P. Muller's revisions to Affidavit in Opposition to N. Lamb's Motion for Relief from Stay and e-mail communications regarding same.	EAM	0.30	93.00
1-Jul-16	Review Witness and Exhibit List to include additional witnesses for N. Lamb's Motion for Relief from Stay.	EAM	0.20	62.00
1-Jul-16	Compile exhibits for Affidavit in Support of Opposition to Motion for Relief from Stay.	EAM	0.30	93.00
1-Jul-16	Finalize Opposition to N. Lamb's Motion for Relief from Stay (2.3); incorporate Opposition revisions into Affidavit of P. Muller (0.4); multiple e-mails with P. Muller regarding Affidavit and Opposition to Motion for Relief from Stay (0.3).	EAM	3.00	930.00
1-Jul-16	E-mail to B. Patterson regarding July 6th testimony regarding Opposition to Motion for Relief from Stay.	EAM	0.10	31.00
1-Jul-16	Strategize with D. Parham regarding testimony, affidavit and evidence needed for July 6th hearing on N. Lamb's Motion for Relief from Stay.	EAM	0.50	155.00

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Page 9

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0311164	BUFFETS, LLC - CHAPTER 11	Invoice Number	9158207

1-Jul-16	Review and revise objection to Lamb motion for relief from stay and review of local counsel affidavit and comments from local counsel (2.0); telephone conferences with E. McKean regarding same (.5); review and comment on agenda and witness and exhibit lists (.2).	DWP	2.70	1,606.50
5-Jul-16	Review of pleadings and e-mail to E. McKean regarding Lamb stay hearing (.6); telephone conference with P. Huffstickler regarding same, hearing strategy (.4).	DWP	1.00	595.00
5-Jul-16	Telephone conferences with B. Patterson regarding hearing on Lamb motion and other issues (.3); review and respond to lengthy e-mail from A. Wang with questions regarding ADR procedures motion (1.); telephone conference with E. McKean regarding stay motions and responses (.6); review hearing agenda and attention to exhibits (.2); telephone conference with A. Wang regarding witness (.1); general hearing preparation (.4).	DWP	2.60	1,547.00
5-Jul-16	Review Motion for Relief from Stay filed by J. Joiner.	EAM	0.10	31.00
5-Jul-16	Review and analyze Motion for Relief from Stay regarding South Carolina FLSA collective action.	EAM	1.40	434.00
5-Jul-16	E-mail to and from P. Muller regarding N. Lamb's Motion for Relief from Stay.	EAM	0.10	31.00
5-Jul-16	Telephone conference with Brandon Sheppard, J. Turner's counsel, regarding N. Lamb's Motion for Relief from Stay.	EAM	0.20	62.00
5-Jul-16	E-mail B. Patterson regarding N. Lamb's Motion for Relief from Stay.	EAM	0.10	31.00
5-Jul-16	Prepare exhibit notebook for evidentiary hearing on N. Lamb's Motion for Relief from Stay.	EAM	0.50	155.00
6-Jul-16	E-mail Donlin instruction on researching FLSA collective active claims and related employee claims.	EAM	0.20	62.00
6-Jul-16	Prepare for hearing, review documents and pleadings, outline presentation and potential witness testimony (2.0); attend hearing on Lamb stay motion (.7).	DWP	2.70	1,606.50
6-Jul-16	Draft objection to motion for relief from stay as to FLSA collective action.	EAM	0.50	155.00

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Page 10

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0311164	BUFFETS, LLC - CHAPTER 11	Invoice Number		9158207
7-Jul-16	Strategy conference with D. Parham regarding Objection to FLSA collective action Motion for Relief from Stay.	EAM	0.40	124.00
7-Jul-16	Telephone conference to J. Oldvader regarding South Carolina FLSA collective action Motion for Relief from Stay.	EAM	0.10	31.00
7-Jul-16	Conference call with J. Oldvader regarding grounds for objecting to South Carolina FLSA collective action Motion for Relief from Stay.	EAM	0.40	124.00
7-Jul-16	Review Court's notice of hearing on Joiner Motion for Relief from Stay.	EAM	0.10	31.00
7-Jul-16	Research for objection to South Carolina FLSA collective action Motion for Relief from Stay (2.4); draft Objection to South Carolina FLSA collective action Motion for Relief from Stay (2.7); multiple e-mail communications with Donlin regarding claims relative to South Carolina FLSA collective action Motion for Relief from Stay (0.3); review Donlin spreadsheet analysis of certain claims (0.3).	EAM	5.70	1,767.00
7-Jul-16	Telephone conference with B. Sheppard on Objection to N. Lamb's Motion for Relief from Stay (0.1); telephone conference to P. Muller regarding hearing results on Objection to N. Lamb's Motion for Relief from Stay (0.1).	EAM	0.20	62.00
7-Jul-16	Conference with E. McKean regarding objection to MRAS filed by South Carolina FLSA plaintiffs.	DWP	0.40	238.00
7-Jul-16	Telephone conference with E. McKean and J. Oldvader regarding FLSA claims.	DWP	0.40	238.00
8-Jul-16	Review and revise objection to motion by FLSA plaintiffs for relief from stay (1.5); review of motion by same creditors for extension of bar date and motion to expedite hearing on same (.2); telephone conference with E. McKean regarding response to all of above (.3).	DWP	2.00	1,190.00
8-Jul-16	Strategy conference with D. Parham regarding FLSA Motion to Expedite and Motion to Extend Claim Bar Date and objecting to same.	EAM	0.30	93.00
8-Jul-16	Finalize Objection to Motion for Relief from Stay filed by South Carolina FLSA action (2.0); research 2019 and include argument in Objection to Motion for Relief from Stay (1.0); research parties who joined in FLSA action (0.8).	EAM	4.80	1,488.00

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Page 11

074304 0311164	BUFFETS LLC BUFFETS, LLC - CHAPTER 11	As of Invoice Number	July 31, 2016 9158207	
10-Jul-16	Review Motion for Relief from Stay filed by J. Joiner.	EAM	0.20	62.00
11-Jul-16	Review and revise draft order on Lamb MRAS (.3); e-mail to Lamb's counsel regarding same (.1); receipt of call from J. Mitchell regarding Court's comments on South Carolina FLSA claimants request for extension of bar date (.2); telephone conference with E. McKean regarding same and review of order entered by court (.3); e-mail exchange with A. Wang regarding stay hearings, ADR procedures (.1).	DWP	1.00	595.00
11-Jul-16	Review state court docket relating to Joiner's Motion for Relief from Stay.	EAM	0.10	31.00
12-Jul-16	Review and approve Lamb form of order and e-mail exchanges with Lamb counsel regarding same.	DWP	0.20	119.00
12-Jul-16	E-mail communication with D. Parham regarding Sweeney's position on Motion for Relief from Stay.	EAM	0.10	31.00
14-Jul-16	Telephone conference with J. Oldvader regarding Sweeney's position and upcoming hearing on FLSA SC action.	EAM	0.20	62.00
14-Jul-16	Provide Donlin service instructions as to Agreed Order Granting Motion for Relief from the Automatic Stay.	EAM	0.20	62.00
15-Jul-16	E-mail communication to P. Muller regarding executed Order Granting N. Lamb's Motion for Relief from Stay (0.1); review Consent Order as to state court actions per Order Granting N. Lamb's Motion for Relief from Stay (0.2).	EAM	0.30	93.00
15-Jul-16	Review proposed order in Lamb case and e-mail exchange with E. McKean regarding same.	DWP	0.20	119.00
15-Jul-16	Telephone conference with D. Greer as to J. Joiner's Motion for Relief from Stay.	EAM	0.20	62.00
15-Jul-16	Review Sweeney's Reply to Opposition to Motion for Relief from Stay.	EAM	0.20	62.00
15-Jul-16	Review of pleadings, e-mail to J. Oldvader and e-mail to P. Donbavand and A. Wang all regarding FSLA claims and stay motion (.5); review of Reply brief filed by FSLA plaintiffs and e-mail exchange with J. Oldvader regarding same (1.2); review S. Carolina severance case and claim docket to analyze debtor exposure (.3).	DWP	2.00	1,190.00

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Page 12

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0311164	BUFFETS, LLC - CHAPTER 11	Invoice Number		9158207

16-Jul-16	E-mail P. Muller regarding Consent Judgment in light of Order Granting N. Lamb's Motion for Relief from Stay.	EAM	0.10	31.00
19-Jul-16	Draft Objection to J. Joiner's Motion for Relief from the Automatic Stay (2.1); provide Donlin service instructions as to Objection to J. Joiner's Motion for Relief from the Automatic Stay (0.1).	EAM	2.20	682.00
19-Jul-16	Consideration of tolling issues relating to FLSA SC Motion for Relief from Stay.	EAM	0.10	31.00
19-Jul-16	Confer with D. Parham regarding objection to motion for relief from stay.	EAM	0.40	124.00
19-Jul-16	Telephone communication to S. Desai regarding J. Joiner's Motion for Relief from Stay.	EAM	0.20	62.00
19-Jul-16	Telephone communication to D. Greer regarding J. Joiner's Motion for Relief from Stay.	EAM	0.10	31.00
19-Jul-16	Telephone conference with D. Parham regarding replies and hearing on Ace and Joiner.	EAM	0.40	124.00
19-Jul-16	Telephone conferences with E. McKean regarding FSLA suit, ACE and Joiner (.8); review and revise reply to Ace/Chubb objection (.5); review of actuarial report on comp claims (.5); meet with S. Rose (Ace counsel) (1.0); telephone conference with P. Donbavand and A Wang regarding same, other litigation issues (.8) .	DWP	3.60	2,142.00
20-Jul-16	Analysis of issues related to FLSA claimants motion for relief (.5); extended strategy call with E. McKean regarding same, evidence and pleadings needed (1.8).	DWP	2.30	1,368.50
20-Jul-16	Analysis of FLSA claims per Motion for Relief from Stay.	EAM	0.50	155.00
20-Jul-16	Telephone conference D. Parham regarding evidence and pleadings needed for hearing on FLSA's Motion for Relief from Stay and Motion to Extend Claim Deadline.	EAM	1.80	558.00
20-Jul-16	Telephone conference to A. Logan regarding Affidavit.	EAM	0.20	62.00
21-Jul-16	Draft Amended Notice of Hearing relating to two Motions for Relief from Stay.	EAM	0.30	93.00
21-Jul-16	E-mail to Donlin regarding Declaration as to FLSA.	EAM	0.10	31.00

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Page 13

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0311164	BUFFETS, LLC - CHAPTER 11	Invoice Number	9158207

21-Jul-16	Receipt and review of e-mail regarding analysis of service of employees with Notice of Commencement of Case and Bar Date.	EAM	0.10	31.00
21-Jul-16	Research and procure relevant bankruptcy litigation history.	T R	0.30	37.50
22-Jul-16	Telephone conference with E. McKean and review of witness and exhibit lists, e-mail exchange with J. Oldvader (.5); telephone conference with claimants counsel (.2); followup call with E. McKean regarding trial preparation, strategy (.4); call with J. Oldvader regarding information we would need to evaluate settlement (.2).	DWP	1.30	773.50
22-Jul-16	Draft Witness and Exhibit list for July 27th hearing as to Joiner and FLSA Motions for Relief from Stay.	EAM	0.70	217.00
22-Jul-16	Call with D. Parham preparing for evidentiary hearing for FLSA Motion for Relief from Stay and related issues.	EAM	0.40	124.00
22-Jul-16	Review and advise regarding Declaration of J. Goode (0.1); e-mail to Donlin regarding same (0.1).	EAM	0.20	62.00
22-Jul-16	Finalize Notice of Hearing for July 27 (0.2); e-mail to Donlin regarding instructions for service and posting hearing on website (0.1)	EAM	0.30	93.00
22-Jul-16	Draft Second Amended Notice of Hearing re July 27th hearing (0.2); e-mail to Donlin with service instructions (0.2).	EAM	0.40	124.00
22-Jul-16	Finalize and file Exhibit and Witness List for July 27th hearing (0.2); review third revised J. Goode Declaration (0.1).	EAM	0.30	93.00
22-Jul-16	E-mail to Sweeney regarding J. Oldvader Declaration.	EAM	0.20	62.00
22-Jul-16	Second e-mail to Sweeney regarding J. Goode Declaration.	EAM	0.10	31.00
22-Jul-16	Prepare redline of J. Oldvader Affidavit (0.2); e-mail to J. Oldvader regarding same (0.1).	EAM	0.30	93.00
22-Jul-16	Telephone conference with J. Oldvader regarding FLSA.	EAM	0.10	31.00
22-Jul-16	Review J. Oldvader Affidavit in support of Objection to Motion for Relief from Stay and Objection to Motion to Extend Bar Date.	EAM	0.40	124.00

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Page 14

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0311164	BUFFETS, LLC - CHAPTER 11	Invoice Number		9158207

22-Jul-16	Call with D. Parham regarding FLSA Motion for Relief from Stay settlement option, witness and exhibit list and J. Oldvader Declaration.	EAM	0.50	155.00
25-Jul-16	Second telephone conference with D. Parham regarding objection and settlement options to Motion to Extend Bar Date.	EAM	0.30	93.00
25-Jul-16	Telephone conference to J. Brisiel regarding July 27 hearing and parties agreement to continue.	EAM	0.20	62.00
25-Jul-16	Telephone conference with Joiner's counsel regarding MRAS hearing (.1); telephone conference with FLSA counsel regarding their MRSA and motion to extend the bar date (.2); multiple calls with E. McKean regarding Joiner and FSLA hearings, and assess case issues relating to same (1.0); e-mail to P. Donbavand and others regarding hearing continuances (.3).	DWP	1.60	952.00
26-Jul-16	Research FLSA punitive liquidated damages applicability in a Chapter 11.	EAM	0.70	217.00
27-Jul-16	E-mail communication from and to L. Apfelbaum regarding alternative dispute procedures	EAM	0.10	31.00
27-Jul-16	Research liquidated damages under FLSA and whether applicable in bankruptcy.	EAM	1.40	434.00
28-Jul-16	Review and consider request from ACE regarding lift stay orders and respond to same with suggested edits.	DWP	0.40	238.00
Subtotal for Code B140 RELIEF FROM STAY/ADEQUATE PROTECTION PROCEEDINGS			58.80	25,126.50

Task Code: B150 MEETINGS OF AND COMMUNICATION WITH CREDITORS

6-Jul-16	Call with Joe Bain, utility counsel.	JEM	0.20	109.00
8-Jul-16	Receipt of call from Committee counsel regarding status of case.	DWP	0.20	119.00
13-Jul-16	Receipt of call from creditor (ICEE); e-mail exchange with landlord counsel regarding DIP motion.	DWP	0.20	119.00
18-Jul-16	Receipt of call from Committee counsel regarding ADR procedures motion, other issues.	DWP	0.20	119.00
27-Jul-16	Receipt of call from J. Eaton, landlord counsel regarding ADR procedures.	DWP	0.20	119.00

Akerman LLP

Page 15

074304	BUFFETS LLC	As of	July 31, 2016
0311164	BUFFETS, LLC - CHAPTER 11	Invoice Number	9158207

**Subtotal for Code B150 MEETINGS OF AND
COMMUNICATION WITH CREDITORS**

Task Code:	B160 FEE/EMPLOYMENT APPLICATIONS		1.00	585.00
5-Jul-16	Review, approve May billing.	DWP	0.30	178.50
5-Jul-16	Review orders regarding interim compensation procedures and Donlin and Hilco employment orders for compliance with First Interim Fee Application deadline.	EAM	0.40	124.00
6-Jul-16	Review Hilco Fee Order and issues surrounding interim payments.	JEM	0.50	272.50
7-Jul-16	E-mail to Grant Thornton with MSL	EAM	0.10	31.00
7-Jul-16	Telephone conference with T. Harper with Grant Thornton regarding providing tax services to Debtors.	EAM	0.20	62.00
8-Jul-16	Work on base for First Interim Fee Application.	EAM	0.10	31.00
13-Jul-16	Analyze June bill for compliance with UST billing guidelines, governing Order regarding billing in preparation for filing fee application and revise coding accordingly (.9); phone conference with D. Parham regarding June bill as related to fee application and compliance with UST billing guidelines (.2); email correspondence with T. McLaughlin regarding UST guidelines and related billing Order (.4).	AML	2.50	662.50
13-Jul-16	Phone conference with A. Leitch regarding June bill as related to fee application and compliance with UST billing guidelines (.2); conference with C. Harris regarding review of DR bills (.1).	DWP	0.30	178.50
14-Jul-16	Follow-up email correspondence with T. McLaughlin regarding billing procedures pursuant to UST Trustee guidelines.	AML	0.10	26.50
15-Jul-16	Prepare correspondence to UST and Committee regarding payment of first Hilco invoice.	MKF	0.80	204.00
18-Jul-16	E-mail exchange with B. Jerden regarding FTI and DR bills and review analysis on DR bills (.2); telephone conference with A. Leitch regarding preparation of monthly invoice and interim fee application (.2).	DWP	0.40	238.00

Akerman LLP

Page 16

074304	BUFFETS LLC	As of	July 31, 2016
0311164	BUFFETS, LLC - CHAPTER 11	Invoice Number	9158207

19-Jul-16	Draft correspondence to notice parties regarding June bill pursuant to Order Establishing Procedures for Interim Monthly Compensation and Reimbursement of Expenses to Professionals entered in the Case (.2); phone conference with J. Mitchell regarding UST guidelines as related to June bill (.1); email correspondence and phone conference with D. Parham regarding the same (.1).	AML	0.40	106.00
19-Jul-16	Telephone conference with A. Leitch regarding billing issues.	DWP	0.10	59.50
25-Jul-16	Phone conference with E. McKean regarding interim fee application and UST guidelines for the same.	AML	0.20	53.00
26-Jul-16	Assistance with paying first Hilco invoice.	MKF	0.50	127.50
26-Jul-16	Review e-mail from DR regarding status of their bills and email exchange with company and to DR regarding same.	DWP	0.10	59.50
26-Jul-16	Email correspondence with E. McKean regarding Padgett's fee application.	AML	0.10	26.50
27-Jul-16	Work on First Interim Fee Application.	EAM	0.70	217.00
28-Jul-16	Work on First Interim Fee Application.	EAM	0.30	93.00
28-Jul-16	Confer with D. Parham regarding First Interim Fee Application.	EAM	0.50	155.00
28-Jul-16	Analysis of compliance with U.S. Trustee Guidelines Section 3 for First Interim Fee Application.	EAM	0.20	62.00
28-Jul-16	Telephone conference with E. McKean regarding interim fee application (.4); review of June bill and send information to E. McKean for fee application (.3).	DWP	0.70	416.50
29-Jul-16	Review budget.	EAM	0.10	31.00
29-Jul-16	Work on First Interim Fee Application.	EAM	0.80	248.00
29-Jul-16	Analysis with D. Parham regarding exhibit spreadsheet to First Interim Fee Application.	EAM	0.30	93.00
30-Jul-16	Draft First Interim Fee Application.	EAM	2.20	682.00

Akerman LLP

Page 17

074304	BUFFETS LLC	As of	July 31, 2016
0311164	BUFFETS, LLC - CHAPTER 11	Invoice Number	9158207

31-Jul-16	Draft First and Final Fee Application of Padgett Stratemann, including Exhibits A (Fee Summary) and D (proposed Order) thereto, analyze relevant statutes, rules, guidelines, and documents in tandem, including local rules, Compensation Order, UST guidelines, and Application to Employ Padgett and Order granting same.	AML	4.60	1,219.00
31-Jul-16	Draft First Interim Fee Application.	EAM	3.90	1,209.00
	Subtotal for Code B160 FEE/EMPLOYMENT APPLICATIONS		21.40	6,866.00

Task Code: B185 ASSUMPTION/REJECTION OF LEASES AND CONTRACTS

1-Jul-16	Revise and finalize proposed orders on twelve (12) individual lease rejection motions for submission (1.4); calls with Attorney J. Eaton regarding insurance documents and other issues related to bridge order extension on deadline to assume or reject his clients' leases (.4).	MKF	1.80	459.00
1-Jul-16	Review and approve motion to reject Where2Getit contract.	DWP	0.20	119.00
1-Jul-16	Review proposed terms of agreed order for lease rejection of store no. 10.	ASH	0.30	154.50
1-Jul-16	Finalize Motion to Reject Where2GetIt contract and proposed order.	EAM	0.90	279.00
1-Jul-16	Provide Donlin service instructions for Motion to Reject Where2GetIt contract.	EAM	0.10	31.00
5-Jul-16	Review Orders granting rejection of multiple leases.	EAM	0.10	31.00
5-Jul-16	Prepare Motion for Approval of Stipulation with Bridge Order Landlords and proposed Stipulation and Agreed Order and circulate among parties (1.2); call with Debtors and Spirit representatives regarding form of Spirit leases (.4); revisions to amendment chart to update leases to be assumed and status of each amendment (1.5).	MKF	3.10	790.50

Akerman LLP

Page 18

074304	BUFFETS LLC	As of	July 31, 2016
0311164	BUFFETS, LLC - CHAPTER 11	Invoice Number	9158207

5-Jul-16	Work on extension of time for assumption and rejection matters for certain landlords (.3); prepare for Spirit Lease call (.5); call with Spirit Master Funding to discuss lease terms (.6); call with Oracle's counsel to discuss possible settlement of motion (1.0); call with Trey Dire, counsel for LL regarding Vereit Ground Lease treatment (.3); review Oracle agreed order and email opposing counsel (.4).	JEM	3.10	1,689.50
6-Jul-16	Coordinate upload and filing of Oracle order (.4); attend to bridge order issues on landlord assumption issues (.5); attend hearing (telephonic) on Spirit and Oracle matters (.5); finalize bridge order and motion (.3); review LL objection / extension issues (.5).	JEM	2.20	1,199.00
6-Jul-16	Email correspondence with J. Vanacore regarding status of Store No. 0727.	AML	0.20	53.00
6-Jul-16	Telephone conference with J. Bain regarding energy marketing contracts.	EAM	0.20	62.00
6-Jul-16	Attention to amendments to leases potentially to be assumed (.4); correspondence with Attorney J. Eaton regarding bridge order landlord issues (.3); assistance with service of lease-related issues (.2); correspondence with Attorney T. Dyer regarding lease-related orders (.2); correspondence with Attorney J. Vanacore regarding lease-related issues (.3); assistance with issues related to new Spirit leases (.4).	MKF	1.50	382.50
7-Jul-16	Correspondence with Attorney D. Plon regarding issues related to Philadelphia ground lease locations (.3); correspondence with Attorney J. Eaton regarding bridge order issues (.2).	MKF	0.50	127.50
7-Jul-16	Review terms of Inland leases for potential settlement of issues (.5); call with Jeffrey Eaton regarding same and hearing Monday July 11 (.7); email client regarding status of Inland lease issues and extension (.5); email Landlords regarding same (.5); prepare for Spirit settlement hearing, agenda and potential agreements regarding hearing (1.0).	JEM	3.20	1,744.00
7-Jul-16	Review multiple orders rejecting leases.	EAM	0.30	93.00

Akerman LLP

Page 19

074304	BUFFETS LLC	As of	July 31, 2016
0311164	BUFFETS, LLC - CHAPTER 11	Invoice Number	9158207

8-Jul-16	Emails regarding Vereit claims calculations (.3); review Vereit claims calculations (.3); emails regarding Inland Stipulation (.2); call with Jeff Eaton regarding same (.2); call with Katie Fackler regarding Inland Stipulation and extension (.2); emails and calls regarding Inland matter (.5); review and finalize motion on same (1.0); emails regarding Spirit status (.2); review changes to lease (.3); prepare for hearing (1.0).	JEM	4.20	2,289.00
8-Jul-16	Prepare First Amended Motion for Approval of Stipulation and Bridge Order and related Order (1.0); prepare agenda for hearings on July 11 (.6); prepare Motion to Vacate Rejection Order related to Crestview location (.5); call with landlord rep Cathy Pierce (.3); prepare Request for Expedited Setting on Bridge Order issues (.5).	MKF	2.90	739.50
8-Jul-16	Receipt of call from J. Mitchell regarding Spirit issues.	DWP	0.30	178.50
9-Jul-16	Review client changes to Spirit lease and email Spirit regarding same.	JEM	1.00	545.00
10-Jul-16	Prepare for Spirit hearing (1.0); prepare and circulate Inland Order / Agreed Order (1.0); emails regarding Spirit status (.5); review changes circulated by Spirit (.6).	JEM	3.10	1,689.50
11-Jul-16	Prepare for hearing on Spirit settlement (1.8); emails regarding same (.3); review Inland changes to agreed order (.2); call with Katie Fackler regarding hearing prep (.2); calls with Craig Ganz regarding continuance (.1); call with Lisa Peters regarding supplement to 9019 order (.2).	JEM	2.80	1,526.00
11-Jul-16	Finalize Motion to Vacate Order Rejecting Crestview Lease and prepare related proposed Order (.5); revise and finalize Agenda for July 11 hearing on lease-related motions (.4); assistance with preparation for July 11 hearing, including correspondence with affected parties and client and preparation of potential exhibits (2.0); attend hearing by telephone (.5).	MKF	3.40	867.00
11-Jul-16	Correspondence with Attorney J. Lawver regarding Larsen Business Data Storage contract with Debtors.	MKF	0.30	76.50

Akerman LLP

Page 20

074304	BUFFETS LLC	As of	July 31, 2016
0311164	BUFFETS, LLC - CHAPTER 11	Invoice Number	9158207

12-Jul-16	Emails regarding location # 306 in Portland Oregon (.3); review latest Spirit terms mark up and position of parties (.5); review requirements on Vereit claims calculation and email requesting extension of time (.4); review motion to compel payment of rent and email counsel regarding same (.5); attend to Noble Properties inquiry and email Hilco regarding same (.5); attend to Vereit payment of rent issues (.3).	JEM	2.50	1,362.50
12-Jul-16	Review and respond to Attorney G. Faustine regarding landlord administrative claims and issues related to lease rejections (.6); review and discuss Sultana LLC landlord claims related to lease rejections (.5); assistance with preparation for July 14 hearing on lease-related motions (1.0).	MKF	2.10	535.50
12-Jul-16	Review of numerous e-mail related to status of lease negotiations with Spirit.	DWP	0.20	119.00
13-Jul-16	Review information regarding drainage, sinkhole and water problems related to 1900 Manchester Expressway property.	ASH	0.60	309.00
13-Jul-16	Conference with J. Mitchell regarding Spirit issues, strategy.	DWP	0.30	178.50
13-Jul-16	Telephone conference with G. Georgas regarding closed restaurant locations, open locations.	ASH	0.40	206.00
13-Jul-16	Analyze information responsive to inquiry regarding various restaurant locations.	ASH	0.70	360.50
13-Jul-16	Email correspondence regarding Corrected Notice of Hearing (.2); draft, finalize, and coordinate for filing Corrected Notice of Hearing (.2); service instructions regarding Notice to Donlin team (.1).	AML	0.50	132.50

Akerman LLP

Page 21

074304	BUFFETS LLC	As of	July 31, 2016
0311164	BUFFETS, LLC - CHAPTER 11	Invoice Number	9158207

13-Jul-16	Call with David Kurzwell regarding status of Spirit negotiations (.2); emails regarding Spirit lease negotiations (.4); emails to Hilco regarding Athens GA location status (.2); call with Craig Ganz regarding Spirit status (.3); follow up call with Katie Fackler regarding same and other lease matters (.5); emails regarding store 747 (.2); emails Court regarding time estimate for August 10 hearing (.2); call with Andrea Hartley regarding LL inquiry (.3); call with Peter Donbavand and others regarding Spirit status (.5); additional Spirit emails (.3); call with Craig Ganz regarding same (.2); attend to corrected hearing notice (.2); additional emails regarding Spirit status (.3); call with Dan O'Brien regarding same (.5); review and turn comments to Spirit lease and emails regarding same (2.5).	JEM	6.80	3,706.00
14-Jul-16	Call with Peter Donbavand et al regarding Spirit status and hearing (.3); call with Craig Ganz regarding same (.2); emails regarding Spirit status (.5); additional emails regarding Spirit terms (.5); prepare for Spirit hearing (.3); attend Spirit hearing (.4); follow up call with Craig Ganz (.2); follow up call with Dan O'Brien (.2); emails regarding terms of Spirit leases and positions of Debtor on same (1.0).	JEM	3.60	1,962.00
14-Jul-16	Prepare Second Notice of Filing Auction Settlement Statements in connection with auctions of FF&E at rejected lease locations (.6); correspondence with client and Attorney J. Lawver regarding issues related to contract with Larson Records Management (.8); conference call regarding outstanding issues with new Spirit lease documents (.4); attend hearing on lease-related motions with Spirit (.5).	MKF	2.30	586.50
14-Jul-16	Conference with j. Mitchell regarding Spirit, real estate issues.	DWP	0.70	416.50
14-Jul-16	Provide Donlin service instructions as to Agreed Order Granting Debtors' Motion to Extend Deadline to Assume or Reject Unexpired Leases as to Certain Landlords.	EAM	0.10	31.00
14-Jul-16	Review Ace's Objection to Motion to Reject.	EAM	0.20	62.00
14-Jul-16	Review Agreed Order Granting Debtors' Motion to Extend Deadline to Assume or Reject Unexpired Leases as to Certain Landlords.	EAM	0.20	62.00

Akerman LLP

Page 22

074304	BUFFETS LLC	As of	July 31, 2016
0311164	BUFFETS, LLC - CHAPTER 11	Invoice Number	9158207

15-Jul-16	Telephone conference with I. Markus regarding Westfield's New York location and Debtors' intentions as to rejection.	EAM	0.10	31.00
15-Jul-16	E-mail regarding Westfield's New York location status of lease being rejected.	EAM	0.20	62.00
18-Jul-16	Telephone call from G. Georgas regarding lease information.	ASH	0.20	103.00
18-Jul-16	Attention to notice issues related to hearing notices on lease-related motions (.3); correspondence with Hilco regarding status of Store No. 293 (.3); correspondence with N. Upshaw regarding personal property at rejected location (.3).	MKF	0.90	229.50
18-Jul-16	Telephone conference with E. McKean regarding ACE/Chubb issues and review of reply to their rejection motion (.5); further analysis of issues and information needed (.4).	DWP	0.90	535.50
18-Jul-16	Telephone conference with I. Markus regarding Westfield lease potential rejection.	EAM	0.10	31.00
18-Jul-16	Review Order Granting Motion to Reject Gallagher Bassett.	EAM	0.10	31.00
18-Jul-16	Draft Reply to Objection to the Debtors' Motion to Reject Executory Contract with Ace American Insurance Company Pursuant to 11 U.S.C. 365.	EAM	2.40	744.00
18-Jul-16	Provide Donlin service instructions regarding Order Pursuant to 11 U.S.C. 365 Approving the Debtors' Rejection of Executory Contract with Gallagher Bassett Services, Inc.	EAM	0.10	31.00
18-Jul-16	Strategy conference with D. Parham regarding Ace / Chubb issues and analysis of arguments to reply to Debtors' rejection motion.	EAM	0.50	155.00
18-Jul-16	Telephone call from G. Georgas regarding lease terms.	ASH	0.20	103.00
19-Jul-16	Telephone conference to I. Markus regarding Westfield lease.	EAM	0.10	31.00
19-Jul-16	Correspondence with client related to Agreed Order on Motion to Extend Deadline to Assume/Reject Certain Leases (.3); research related to issues under 365(d) and 503(b) stub rent issues (2.3); begin preparing response to 5561 Sultana LLC's Motion for Order Compelling Debtor to Immediately Perform lease Obligations and for Other Relief (2.0).	MKF	4.60	1,173.00

Akerman LLP

Page 23

074304	BUFFETS LLC	As of	July 31, 2016
0311164	BUFFETS, LLC - CHAPTER 11	Invoice Number	9158207

20-Jul-16	Attention to service issues for lease-rejection motions and hearing notices (.2); correspondence with attorney J. Vanacore regarding rejection damages claim deadline (.3).	MKF	0.50	127.50
20-Jul-16	Email Peter Donbavand and Adele Wang regarding requested payments from landlords.	JEM	0.20	109.00
20-Jul-16	Respond to multiple emails from landlords inquiring about case (.5); call with Jessica Bogdanov regarding Motion to Compel (.5); Motion to Supplement rejection for Vereit (review) and emails regarding same (.8).	JEM	1.80	981.00
21-Jul-16	Call with Richard Lebowe regarding assumption of lease and cure.	JEM	0.50	272.50
21-Jul-16	Telephone conference with D. O'Brien regarding third party interest in assignment of leases.	ASH	0.30	154.50
21-Jul-16	Telephone conference with R. Flowers regarding status of sinkhole issue.	ASH	0.20	103.00
21-Jul-16	Telephone call to G. Georgas regarding lease information.	ASH	0.20	103.00
21-Jul-16	Prepare correspondence to D. O'Brien regarding diagram of 1900 Manchester Expressway property.	ASH	0.20	103.00
21-Jul-16	Prepare Agreed Motion to Reject Columbus, OH location and proposed Order approving same, and discuss with counsel for VEREIT.	MKF	1.50	382.50
24-Jul-16	Review Spirit status (.8); email to Peter Donbavand and Adele Wang regarding same (.2).	JEM	1.00	545.00
25-Jul-16	Multiple emails on Landlord inquiries and issues (.4); emails regarding calculation of Vereit claim (.3); emails regarding Vereit supplemental motion (.3); emails regarding Spirit status (.5); call with Tom Davidson regarding Visalia lease (.5).	JEM	2.00	1,090.00
25-Jul-16	Assistance with revisions to Agreed Motion to Reject Lease of Store No. 0777.	JSM	0.30	57.00
25-Jul-16	E-mail exchange with ACE's counsel, e-mail to P. Donbavand regarding status with ACE and e-mail to A. Wang regarding status of ADR and ACE extension.	DWP	0.50	297.50
25-Jul-16	Draft Notice of Hearing as to Motion to Reject Ace American Insurance Company Contract.	EAM	0.20	62.00

Akerman LLP

Page 24

074304	BUFFETS LLC	As of	July 31, 2016
0311164	BUFFETS, LLC - CHAPTER 11	Invoice Number	9158207

25-Jul-16	Provide Donlin with service instructions as to Notice of Hearing on Motion to Reject Ace American Insurance Company Contract.	EAM	0.10	31.00
25-Jul-16	Attention to recently rejected properties and filing of surrender dates with Court (.3); revise and circulate Agreed Motion to Reject Store No. 0777 (.4); prepare Stipulation with 5561 Sultana LLC related to post-petition claim for administrative rent (2.2).	MKF	2.90	739.50
26-Jul-16	Review e-mail and conference with J. Mitchell regarding lease renegotiations (.3); confer with J. Mitchell on what to tell landlords regarding confirmation process (.2).	DWP	0.50	297.50
26-Jul-16	Correspondence with Hilco and other landlord parties regarding second round of rejections (.4); correspondence with Nancy Upshaw regarding issues related to rejected location in Tyler, TX (.3); circulate Stipulation related to Withdrawal of Sultana landlord motion for administrative rent (.2); correspondence with counsel for buyer of rejected Greenville, SC store regarding closing sale of same (.3); attention to chart tracking assumed leases (.5).	MKF	1.70	433.50
26-Jul-16	Call with Craig Ganz regarding Spirit leases (.2); email client regarding same (.1); review Vereit calculation of claim and email Erik White regarding same (.5); review stipulation of withdrawal re: Sultane (.3); emails with client regarding Vereit claim and status of payments (.3); email response to Spirit counsel regarding lease terms (.3); edit Visalia lease amendment and circulate to client (1.2); review changes to Spirit leases (proposed) and email clients and opposing counsel regarding same (1.0); call with Dan OBrien regarding case timing (.4); call with Dave Parham regarding same (.2); further work on analysis of Vereit calculation (.5); further negotiations of Spirit lease terms (.5).	JEM	5.50	2,997.50
27-Jul-16	Emails regarding Spirit terms and counteroffers (1.0); review changes to SNDA agreement and email Spirit (.3); emails regarding Oracle and Micros matters (.2); emails regarding Sultana stipulation (.3); email inquiry on Kimco Lease non payment of rent (.1); email client regarding Athens GA location (.2); emails regarding Spirit negotiations and status (.4); emails regarding requested estoppel certificate (.2); emails regarding Vereit claim calculation (.2).	JEM	2.90	1,580.50

Akerman LLP

Page 25

074304	BUFFETS LLC	As of	July 31, 2016
0311164	BUFFETS, LLC - CHAPTER 11	Invoice Number	9158207

27-Jul-16	Telephone communication to S. Rose regarding August 18th hearing (0.1); telephone conference to S. Rose assistant re hearing on Motion to Reject Ace contract (0.1).	EAM	0.20	62.00
27-Jul-16	Revise and finalize Orders on 4 lease-related motions as to Spirit and Spirit settlement motion and circulate among parties (.4); prepare Notice of Filing Surrender Dates in connection with individual lease locations recently rejected (.9); assistance with preparation for hearing on Spirit motions and others (.5).	MKF	1.80	459.00
28-Jul-16	E-mail exchange with landlord counsel regarding deadline to assume or reject (.1); conference with J. Mitchell regarding procedures for assuming/rejecting leases (.2).	DWP	0.30	178.50
28-Jul-16	Analysis of Vereit lease rejection damages claim (.5); emails regarding same (.2); review Oracle admin claim demand (.3); attend to Spirit leases and finalizing terms of same (.3).	JEM	1.30	708.50
28-Jul-16	Prepare Certification of Counsel regarding proposed orders on lease-related motions and settlement motion with Spirit.	MKF	1.20	306.00
29-Jul-16	Correspondence with counsel for Larson Records Management regarding contract-related issues (.3); correspondence with counsel for 5561 Sultana landlord and Committee regarding Stipulation related to Sultana's rent claims (.3).	MKF	0.60	153.00
29-Jul-16	Emails regarding Vereit calculation (.2); emails regarding and attend to finalizing Spirit leases (.5); miscellaneous emails attending to landlord requests and inquiries (.5); attend to Oracle request for payment (.5); call with Ralph Dill, Columbus location (.2); emails regarding insurance issues surrounding Modesto and Jamesville locations (.5); call with Thomas Boehm regarding lease rejection (.2); structure lease rejection procedures and conference with D. Parham regarding same (1.0).	JEM	3.60	1,962.00

Akerman LLP

Page 26

074304	BUFFETS LLC	As of	July 31, 2016
0311164	BUFFETS, LLC - CHAPTER 11	Invoice Number	9158207

**Subtotal for Code B185 ASSUMPTION/REJECTION OF
LEASES AND CONTRACTS** 99.30 42,711.00

Task Code:	B190 OTHER CONTESTED MATTERS (EXCLUDING ASSUMPTION/REJECTION MOTI)			
6-Jul-16	Review and comment on procedures motion and order and e-mail exchanges with E. McKean regarding same (1.0); review agenda and prepare for hearing on non-stay motions and telephone conference with J. Mitchell regarding Oracle and status of extension on Newman clients (.4).	DWP	1.40	833.00
13-Jul-16	Receipt of call from landlord counsel regarding ADR motion (.2); review Chubb objection to motion to reject their insurance policy (.2).	DWP	0.40	238.00
27-Jul-16	Attend hearing on stay relief motions and motion to extend claims bar date.	MKF	0.50	127.50
28-Jul-16	Review Motion to Establish ADR Procedures for Resolution of Personal Injury Claims, and analyze responses (.4); draft Notice of Hearing for Motion (.2); email correspondence with J. Mitchell regarding Notice, upcoming hearing, and service instructions for the same (.2).	AML	0.80	212.00
29-Jul-16	Revise Notice of Hearing of Motion to Establish ADR Procedures as to Personal Injury Claims and coordinate filing of the same (.1); multiple emails with Donlin team regarding service instructions for Notice (.2); email correspondence with D. Parham regarding service of Notice (.2).	AML	0.50	132.50
	Subtotal for Code B190 OTHER CONTESTED MATTERS (EXCLUDING ASSUMPTION/REJECTION MOTI)		3.60	1,543.00

Task Code:	B195 NON-WORKING TRAVEL			
6-Jul-16	Travel to and from San Antonio for hearing on Lamb Motion for Relief (3.50).	DWP	1.80	1,071.00
11-Jul-16	Travel to San Antonio for Spirit settlement hearing (4.3); return travel to Dallas (3.0).	JEM	3.70	2,016.50

Akerman LLP

Page 27

074304	BUFFETS LLC	As of	July 31, 2016
0311164	BUFFETS, LLC - CHAPTER 11	Invoice Number	9158207

Subtotal for Code B195 NON-WORKING TRAVEL	5.50	3,087.50
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Task Code: B230 FINANCING/CASH COLLECTIONS

18-Jul-16	Review of 13 week forecast and draft proposed Fifth Interim Order for use of cash collateral.	DWP	0.50	297.50
25-Jul-16	Draft Notice of Proposed Interim Budget and Proposed Interim DIP order.	EAM	0.50	155.00
25-Jul-16	E-mail proposed DIP order to landlord counsel, locate and confirm applicable 13 week cash forecast for order and send to E. McKean to be filed (.2).	DWP	0.20	119.00
27-Jul-16	E-mail communication regarding next interim cash collateral budget.	EAM	0.10	31.00
27-Jul-16	Prepare for DIP / CC hearing (.5); attend hearing telephonically (.3); conference with D. Parham regarding outcome of hearing (.2); emails regarding entry and service of Cash Collateral order (.2).	JEM	1.20	654.00

Subtotal for Code B230 FINANCING/CASH COLLECTIONS	2.50	1,256.50
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Task Code: B240 TAX ISSUES

15-Jul-16	Correspondence with V. Glass regarding property tax issues.	MKF	0.30	76.50
21-Jul-16	Correspondence with California Franchise Tax Board regarding issues related to Debtors' 2015 returns.	MKF	0.40	102.00

Subtotal for Code B240 TAX ISSUES	0.70	178.50
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Task Code: B310 CLAIMS ADMINISTRATION AND OBJECTIONS

1-Jul-16	Review Notifications of New Filed Claims from Donlin team.	AML	0.10	26.50
1-Jul-16	Further review and revision of PI procedures motion, conferences with E. McKean regarding same and send to A. Wang and Committee for review.	DWP	1.00	595.00
1-Jul-16	Conference with R. Myrick regarding and litigation management chart.	REW	0.30	102.00
1-Jul-16	Telephonic conference with E. Anderson regarding suggestions of bankruptcy and court conferences in California Buffets, Inc. litigation matters.	REW	0.30	102.00

Akerman LLP

Page 28

074304	BUFFETS LLC	As of		July 31, 2016
0311164	BUFFETS, LLC - CHAPTER 11	Invoice Number		9158207
1-Jul-16	Strategize regarding case and scheduled BK status conference in San Bernardino County Superior Court.	EFA	0.20	62.00
5-Jul-16	Review notes for follow-up calls to claim inquiries.	AML	0.30	79.50
6-Jul-16	Left voicemail for plaintiff's counsel Jeffrey Goldin regarding Ravenell v. Old Country Buffets lawsuit.	REW	0.10	34.00
6-Jul-16	E-mail to Donlin regarding claims process, organization and research analysis.	EAM	0.10	31.00
8-Jul-16	Correspondence with A. Rummler regarding claims deadline, claims agent and related issues.	ASH	0.40	206.00
8-Jul-16	Address issue regarding Temperature Pros Inc.'s reclamation claim.	ASH	0.20	103.00
8-Jul-16	Telephonic conference with plaintiff's counsel regarding Ravenell v. Old Country Buffets lawsuit.	REW	0.30	102.00
8-Jul-16	Numerous emails with plaintiff's counsel regarding suggestion of bankruptcy in Ravenell v. Old Country Buffets lawsuit.	REW	0.30	102.00
8-Jul-16	Telephonic conference with K. Smock regarding suggestion of bankruptcy in Ravenell v. Old Country Buffets lawsuit.	REW	0.30	102.00
8-Jul-16	Email correspondence with A. Wang regarding suggestion of bankruptcy in Ravenell v. Old Country Buffets lawsuit.	REW	0.20	68.00
8-Jul-16	Multiple email correspondence with C. Harris regarding suggestion of bankruptcy in Ravenell v. Old Country Buffets lawsuit.	REW	0.30	102.00
8-Jul-16	Conference with C. Harris regarding Buffet litigation management.	REW	0.30	102.00
8-Jul-16	Revise Buffet litigation management chart.	REW	0.30	102.00
14-Jul-16	Telephone conference with D. Parham regarding claims process, various claims and analysis of objections to claims filed.	EAM	1.00	310.00
14-Jul-16	Review Order Granting Extension of Bar Date and Setting Hearing as to FLSA.	EAM	0.10	31.00

Akerman LLP

Page 29

074304	BUFFETS LLC	As of	July 31, 2016
0311164	BUFFETS, LLC - CHAPTER 11	Invoice Number	9158207

14-Jul-16	Review claim printout and conference call with B. Patterson, DR regarding claims and reporting (.6); conference with E. McKean regarding various claims, analysis needed and objection strategy and procedures (1.0); receipt of call from counsel for PACA claimants regarding unpaid claims, case status and e-mail to B. Jerden regarding same (.4).	DWP	2.00	1,190.00
15-Jul-16	E-mail exchange with Karina Allan and PACA counsel regarding Crook Brothers and Sarina claims (.2); e-mail to P. Donbavand and A Wang regarding ACE/Chubb (.2).	DWP	0.40	238.00
15-Jul-16	Analyze status of bankruptcy action with Hometown Buffet.	EFA	0.30	93.00
15-Jul-16	Prepare for case management conference in the Romero v. Hometown Buffet action, San Bernardino County Superior Court.	EFA	0.40	124.00
18-Jul-16	Review Committee's comments to ADR procedures and e-mail exchange with Company regarding same.	DWP	0.40	238.00
18-Jul-16	Review Akerman Connect regarding claims summary.	EAM	0.20	62.00
19-Jul-16	Email correspondence with E. Anderson regarding status conference in Romero v. Hometown Buffet lawsuit.	REW	0.20	68.00
19-Jul-16	Email correspondence with C. Harris regarding status conference in Romero v. Hometown Buffet lawsuit.	REW	0.10	34.00
19-Jul-16	Appear for court mandated status conference in the San Bernardino County action.	EFA	1.80	558.00
20-Jul-16	Review email correspondence from J. Goode and L. Najarian regarding notification to Donlin of new creditors, compare new creditors to previous emails regarding the same to confirm Donlin is on notice of all.	AML	0.30	79.50
20-Jul-16	Update litigation management chart.	REW	0.20	68.00
20-Jul-16	Email correspondence with A. Wang regarding new lawsuit, Angela Clark v. Ryan's Restaurant.	REW	0.30	102.00
20-Jul-16	Telephone conference with B. Patterson regarding locating actuary for ACE WC policy analysis and other issues (.4); review and revise ADR procedures per Company comments to Committee markup (.4); e-mail word version of ADR procedures to ACE per their request (.1).	DWP	0.90	535.50

Akerman LLP

Page 30

074304	BUFFETS LLC	As of		July 31, 2016
0311164	BUFFETS, LLC - CHAPTER 11	Invoice Number		9158207
21-Jul-16	Research collective action Motion to Compel 2019 (0.8); draft Objection to Motion to Extend Proof of Claim Filing Deadline (1.0).	EAM	1.80	558.00
21-Jul-16	Telephone conference with D. Parham and J. Oldvader regarding FLSA SC Action objection and hearing preparation.	EAM	0.60	186.00
21-Jul-16	Conference with D. Parham regarding preparation of hearing exhibits, affidavits and case law for hearing.	EAM	0.50	155.00
21-Jul-16	Telephone conference with J. Oldvader and E. McKean regarding evidence for FLSA hearing (.6); telephone conference with B. Patterson regarding actuary and what we need (.5); receipt of call from Duane Morris regarding ADR procedures and gather responsive information (.2); review Oldvader affidavit (.2); telephone conference with E. McKean regarding same, and hearing preparation (.5).	DWP	2.00	1,190.00
21-Jul-16	Review complaint and discovery requests in new lawsuit, Angela Clark v. Ryan's Restaurant.	REW	0.50	170.00
21-Jul-16	Draft, revise, finalize, and send letter to Plaintiff's counsel in new lawsuit, Angela Clark v. Ryan's Restaurant.	REW	0.30	102.00
22-Jul-16	Update litigation management chart.	REW	0.20	68.00
25-Jul-16	Assistance with drafting Stipulation between Debtors and Landlord 5561 Sultana, LLC.	JSM	0.30	57.00
25-Jul-16	Review claim data from FLSA claimants, bankruptcy code provisions dealing with claims for punitive damages and e-mail claim data to Buffets FLSA counsel for review.	DWP	0.70	416.50
25-Jul-16	E. mail to F. Cardona regarding Doc. No. 773.	EAM	0.10	31.00
25-Jul-16	Draft Objection to Motion to Extend Proof of Claim Deadline for FLSA SC Action.	EAM	3.40	1,054.00
25-Jul-16	Strategize with D. Parham regarding objection to Motion to Extend Bar Date.	EAM	0.40	124.00

Akerman LLP

Page 31

074304	BUFFETS LLC	As of	July 31, 2016
0311164	BUFFETS, LLC - CHAPTER 11	Invoice Number	9158207

26-Jul-16	Receipt of call from Committee counsel regarding ADR procedures, FSLA claims (.2); review procedures and consider request from landlords for inclusion and respond to e-mail from counsel for landlords (.8); e-mail to Committee counsel transmitting procedures and FSLA claim data and extending objection period on procedures (.2); review and comment on proposed order extending time for ACE to object to procedures order and telephone conference with ACE counsel regarding same (.2).	DWP	1.40	833.00
27-Jul-16	Return phone call from attorney R. Behjatnia regarding his clients' claim, discuss California case filed in June in connection with proof of claim deadline.	AML	0.20	53.00
27-Jul-16	Telephonic conference with Plaintiff's counsel in Angela Clark v. Ryan's Restaurant matter (.3); email correspondence with Plaintiff's counsel in Angela Clark v. Ryan's Restaurant matter (.3); email correspondence with L. Najarian regarding Angela Clark v. Ryan's Restaurant matter. (.1).	REW	0.70	238.00
28-Jul-16	Receive and review email correspondence from A. Leitch and D. Parham regarding Perez. v. Hometown Buffets (.2); review and analyze Plaintiff's Original Complaint (.2); telephonic conference with A. Leitch regarding case strategy (.2).	REW	0.60	204.00
28-Jul-16	Analyze Complaint from attorney Russell Behjatnia regarding California litigation (.1); call to R. Weitzel and follow-up email correspondence with D. Parham and R. Weitzel regarding the same and inquiry regarding late-filed claim (.2); follow-up phone conference with R. Weitzel regarding litigation records as related to R. Behjatnia's client's claim (.2).	AML	0.50	132.50
29-Jul-16	Phone conference with R. Behjatnia regarding late-filed claim.	AML	0.10	26.50
29-Jul-16	Review e-mail from plaintiffs' counsel and research.	DWP	0.50	297.50

Akerman LLP

Page 32

074304	BUFFETS LLC	As of	July 31, 2016
0311164	BUFFETS, LLC - CHAPTER 11	Invoice Number	9158207

**Subtotal for Code B310 CLAIMS ADMINISTRATION AND
OBJECTIONS** **28.40** **11,648.00**

Task Code: B320 PLAN AND DISCLOSURE STATEMENT (INCLUDING BUSINESS PLAN)

7-Jul-16	Review questions posed by FTI for debtors regarding business plan (.2); telephone conference with M. Andrews and J. Mitchell (.7).	DWP	0.90	535.50
8-Jul-16	Receipt of call from M. Andrews regarding FTI call (.1); conference call regarding presentation (1.0); receipt of follow up call from B. Patterson(.4).	DWP	1.50	892.50
11-Jul-16	Receipt of call from M. Andrews regarding tomorrow's meeting (.1); conference call regarding business plan (1.0); receipt of call late in day from M. Andrews regarding FTI meeting (.3); receipt of call from B. Patterson regarding same (.1).	DWP	1.50	892.50
13-Jul-16	Telephone conference with M. Andrews regarding FTI meeting, plan issues (.3); receipt of call from B. Patterson regarding same (.5); consider needs for claim analysis for plan and e-mail exchange with DR regarding same (.3).	DWP	1.10	654.50
19-Jul-16	Telephone conference with M. Andrews regarding plan issues, resolution of ACE claim (.5); receipt of call from D. Kurzweill regarding plan status, requesting call with professionals (.2).	DWP	0.70	416.50
22-Jul-16	Review proposed term sheet and business plan (.9); telephone conference to discuss same with Client representatives, M. Andrews and J. Mitchell (.8); follow up conference with J. Mitchell (.2); review and revise amended term sheet (.5).	DWP	2.40	1,428.00
22-Jul-16	Call to discuss plan restructuring and term sheet (.8); follow up conference with D. Parham (.2).	JEM	1.00	545.00
25-Jul-16	Participate in part of conference call with Committee regarding Plan.	JEM	0.50	272.50
25-Jul-16	Telephone conference with M. Andrews (.2); telephone conference with case professionals regarding plan summary and plan issues (1.1); receipt of call from B. Patterson regarding call, projections and other case issues (.5); telephone conference with M. Andrews following call with committee regarding strategy going forward (.6).	DWP	2.40	1,428.00

Akerman LLP

Page 33

074304	BUFFETS LLC	As of		July 31, 2016
0311164	BUFFETS, LLC - CHAPTER 11	Invoice Number		9158207

26-Jul-16	Analysis of two e-mail from M. Andrews regarding new value proposals (.5); telephone conference with him regarding same (.5).	DWP	1.00	595.00
27-Jul-16	Conference call regarding Plan and Disclosure Statement.	EAM	0.40	124.00
27-Jul-16	Review of plan from 2012 bankruptcy preparatory to call regarding preparation of plan and disclosure statement (.7); telephone conference with A. Leitch and E. McKean regarding same (.4).	DWP	1.10	654.50
27-Jul-16	Phone conference with D. Parham and E. McKean regarding content of Plan, Disclosure Statement, and Plan term sheet.	AML	0.50	132.50
27-Jul-16	Analyze Plan, Disclosure Statement, and related documents filed in Delaware Buffets bankruptcy in preparation of drafting Plan and Disclosure Statement in instant case.	AML	0.90	238.50
29-Jul-16	Review claim chart and e-mail to clients regarding priority and 503(b)(9) claims(.8); conference with J. Mitchell regarding plan issues, treatment of various claims(.5).	DWP	1.30	773.50
Subtotal for Code B320 PLAN AND DISCLOSURE STATEMENT (INCLUDING BUSINESS PLAN)			17.20	9,583.00
Total Fees for Services Rendered.....			\$119,930.50	

<u>Date</u>	<u>Disbursements</u>	<u>Value</u>
15-Jul-16	POSTAGE	5.34
Total for POSTAGE		5.34
13-Jul-16	PACER PUBLIC RECORDS SYSTEM	148.10
Total for PACER PUBLIC RECORDS SYSTEM		148.10
5-Jul-16	DUPLICATING	35.20
6-Jul-16	DUPLICATING - SAN ANTONIO COPY CONCIERGE - Exhibit Notebooks for July 6 hearing. EM/2036	281.10
Total for DUPLICATING		316.30

Akerman LLP

Page 34

074304 BUFFETS LLC As of July 31, 2016
0311164 BUFFETS, LLC - CHAPTER 11 Invoice Number 9158207

<u>Date</u>	<u>Disbursements</u>	<u>Value</u>
8-Jul-16	FEDERAL EXPRESS Airbill: 783485894137 per 5641 Invoice No: 547525788 Ship Dt: 06/30/16	8.46
15-Jul-16	FEDERAL EXPRESS Airbill: 783532121598 per 5641 Invoice No: 548238306 Ship Dt: 07/07/16	8.55
	Total for FEDERAL EXPRESS	17.01
27-Jul-16	COURT SERVICES - COURTCALL LLC - Fee for court call appearance for hearing on July 27, 2016. Inv#7750338. MF/3788	30.00
	Total for COURT SERVICES	30.00
6-Jul-16	TRANSPORTATION - DAVID W. PARHAM: Airfare - Air travel to/from San Antonio, TX for Buffet Hearing. DP/5560	439.96
11-Jul-16	TRANSPORTATION - JOHN E. MITCHELL: Airfare - Airfare to/from San Antonio, TX for Spirit Settlement Hearing.. JM/5561	479.96
11-Jul-16	TRANSPORTATION - JOHN E. MITCHELL: Airfare - Difference in additional charge for flying to/from San Antonio, TX for Spirit Settlement Hearing.. JM/5561	16.00
14-Jul-16	TRANSPORTATION - JOHN E. MITCHELL: Airfare - Travel to San Antonio, TX for Spirit Settlement Hearing (Part 2). JM/5561	511.96
	Total for TRANSPORTATION	1,447.88
6-Jul-16	PARKING - DAVID W. PARHAM: Parking - Parking at Love Field while traveling to San Antonio, TX for hearing. DP/5560	29.00
11-Jul-16	PARKING - JOHN E. MITCHELL: Parking - Parking at Dallas Love Field Airport while traveling to San Antonio, TX for Spirit Settlement Hearing. JM/5561	29.00
	Total for PARKING	58.00

Akerman LLP

Page 35

074304 BUFFETS LLC As of July 31, 2016
0311164 BUFFETS, LLC - CHAPTER 11 Invoice Number 9158207

<u>Date</u>	<u>Disbursements</u>	<u>Value</u>
6-Jul-16	OTHER TRAVEL EXPENSES - DAVID W. PARHAM: Taxi/Car Service - Uber service while traveling for Buffet hearing.. DP/5560	13.58
6-Jul-16	OTHER TRAVEL EXPENSES - DAVID W. PARHAM: Taxi/Car Service - Ground transportation while traveling for hearing in San Antonio, TX.. DP/5560	15.55
11-Jul-16	OTHER TRAVEL EXPENSES - JOHN E. MITCHELL: Taxi/Car Service - Ground transportation for travel for Spirit Settlement Hearing.. JM/5561	13.48
11-Jul-16	OTHER TRAVEL EXPENSES - JOHN E. MITCHELL: Taxi/Car Service - Ground transportation from San Antonio Airport to Court for Spirit Settlement Hearing. JM/5561	28.00
Total for OTHER TRAVEL EXPENSES		70.61
8-Jul-16	COURT REPORTER - BANK OF AMERICA - Court Call; 6/23/16; Telephonic hearing on 6/17/16; Court Call ID: 7674625; Case No. 16-50557. CT/4223	30.00
8-Jul-16	COURT REPORTER - BANK OF AMERICA - Court Call; 6/22/16; telephonic hearing on 6/14/16; Court Call ID: 7666968; Case No. 16-50557. CT/4223	30.00
8-Jul-16	COURT REPORTER - BANK OF AMERICA - CourtCall telephonic court appearance for Evan Anderson on 07/07/16 for Romero. - Case #CIVDS1604038; CourtCall ID #7713588.. EA/5043	86.00
Total for COURT REPORTER		146.00
8-Jul-16	OTHER CHARGES - COURTCALL LLC - Live call in for attendance of July 11, 2016 hearing.. MF/3788	30.00
11-Jul-16	OTHER CHARGES - JOHN E. MITCHELL: Internet - WiFi service while traveling to San Antonio, TX for Spirit Settlement Hearing.. JM/5561	8.00
14-Jul-16	OTHER CHARGES - COURTCALL LLC - Fee for live call in for hearing on 7/14/16- Honorable Ronald B. King. Inv#7223818. MF/3788	30.00
Total for OTHER CHARGES		68.00

Akerman LLP

Page 36

074304 BUFFETS LLC
0311164 BUFFETS, LLC - CHAPTER 11

As of July 31, 2016
Invoice Number 9158207

Total Disbursements\$2,307.24

Akerman LLP

Page 37

074304 BUFFETS LLC
0311164 BUFFETS, LLC - CHAPTER 11

As of
Invoice Number

July 31, 2016
9158207

<u>Initial</u>	<u>Name</u>	<u>Hours</u>	<u>Amount</u>
AML	A. M. LEITCH	13.70	3,630.50
ASH	A.S. HARTLEY	4.10	2,111.50
DWP	D.W PARHAM	72.90	43,375.50
EAM	E. A. MCKEAN	74.60	23,126.00
EFA	E. F. ANDERSON	2.70	837.00
JEM	J.E MITCHELL	64.10	34,934.50
JSM	J. S. MEEHAN	0.60	114.00
MKF	M. K. FACKLER	38.40	9,792.00
REW	R. E. WEITZEL	5.80	1,972.00
T R	T. RABENO	0.30	37.50
	Total	277.20	\$119,930.50